

BYLAWS OF THE VIRGIN ISLANDS BAR ASSOCIATION INTEGRATED

(As Amended June 10, 1979, December 11, 1982, December 10, 1983, December 15, 1988, April 7, 1989, and January 12, 1990)

I. MEMBERSHIP

1. The Virgin Islands Bar shall consist of four classes of members: active, government, inactive, and honorary.

2. All attorneys at law admitted to practice in the courts of the Virgin Islands, except those admitted pro hac vice, who are domiciled in the Virgin Islands, are active members of the Virgin Islands Bar. Active members shall have the right to vote at all meetings of the Virgin Islands Bar and to hold office therein. They shall promptly notify the Secretary of the Virgin Islands Bar whenever they change their residence or office addresses.

3. Active members of the Virgin Islands Bar Association shall pay annual membership dues of \$100.00, except members who have not been admitted for more than one year shall pay \$50.00. Membership dues shall be payable on or before January 1st for the ensuing calendar year.

4. All attorneys at law who are not active members of the Virgin Islands Bar, but who have been specially admitted to practice law in the Virgin Islands on behalf of the Government of the United

States, the Government of the Virgin Islands, Office of the Public Defender or Legal Services of the Virgin Islands, shall be eligible to be government members of the Virgin Islands Bar. Government members shall not have the right to vote or hold office, but may attend all meetings and functions of the Virgin Islands Bar and shall be entitled to receive notice of all such meetings. Government members shall be eligible to serve on standing and select committees of the Virgin Islands Bar.

5. Government members shall pay annual membership dues of \$100.00, which shall be payable on or before January 1st for the ensuing calendar year.

6. All attorneys at law admitted to practice in the Virgin Islands, except those admitted pro hac vice, who are domiciled in the Virgin Islands, but who neither maintain a law office therein nor actively practice law therein in any manner or to any extent whatsoever, and all attorneys at law admitted to practice in the Virgin Islands, except those admitted pro hac vice, who cease to be domiciled in the Virgin Islands, shall cease to be active members, and those who have filed with the Secretary of the Bar written notice requesting enrollment in the class of inactive membership, shall be inactive members. Inactive members shall not have the right to vote or hold office, but may attend all meetings and functions of the Virgin Islands Bar and may speak

thereat and shall be entitled to receive notice of all meetings and functions, and shall be eligible to serve on standing and select committees of the Bar.

7. Inactive members of the Virgin Islands Bar shall pay annual membership dues of \$25.00, which shall be payable on or before January 1st for the ensuing calendar year.

8. Any inactive member in good standing may change his classification to achieve status provided he is domiciled in the Virgin Islands and opens a law office or takes up the active practice of law therein by filing with the Secretary of the Bar a written request for transfer to the class of active membership and by paying the dues required of active members.

9. The judges of the Court of Appeals for the Third Circuit, the District Court and the Territorial Court, and such persons of distinction as may be so elected by the membership shall be honorary members of the Virgin Islands Bar. They may speak at meetings of the Virgin Islands Bar, but shall pay no dues, shall not vote and have no interest in any property of the Virgin Islands Bar.

10. It shall be the duty of the Treasurer of the Virgin Islands Bar promptly to file a motion during the second week of April of

each year in each Division in the District Court for the suspension from membership and the practice of law in the Virgin Islands of all delinquent members. When an active member of the Virgin Islands Bar has been thus suspended by order of the court, made pursuant to such a motion, he shall not practice law in the Virgin Islands nor participate in the activities of the Bar until his delinquent dues have been paid in full and the court upon being informed of that fact by the Treasurer, has entered an order reinstating him as an active member of the Virgin Islands Bar entitled to practice law in the Virgin Islands.

II. OFFICERS

1. The Officers of the Virgin Islands Bar shall consist of a President, a President-elect, a Secretary, a Treasurer, an ABA Delegate and a Board of Governors, who shall perform the duties usually incident to such offices and such as may be imposed by these Bylaws.

2. All Officers shall serve for one (1) year and shall not succeed themselves; the President-elect shall succeed to the office of President. The term of the ABA Delegate shall be for two years ending with the adjournment of the annual meeting of the American Bar Association in each even-numbered year.

3. At all meetings of the Virgin Islands Bar, the President, or

in his absence, the President-elect, Secretary, or Treasurer, in that order, or in the absence of all of them any member selected by the members present shall preside.

4. The Board of Governors of the Virgin Islands Bar shall consist of the President, President-elect, Secretary, and Treasurer, the ABA Delegate, the last past President and four other members to be elected at the annual meeting. If the last past President is ineligible or unable to serve, an additional member shall be elected at the Annual Meeting in order to bring the membership to ten (10).

5. Any officer or member of the Board of Governors may be removed at any annual, general or special meeting of the Virgin Islands Bar by a two-thirds vote of the membership, provided that notice and copies of the proposed action shall have been given by the Secretary to the members, either by mail or publication in the Virgin Islands Bar Journal, at least fifteen (15) days before the meeting at which time such action is proposed to be taken. Those absent can vote in writing by mail, provided such vote is received prior to the date of the meeting.

III. BOARD OF GOVERNORS

The Board of Governors shall meet at least once each quarter. It shall have such powers as are specifically conferred upon it by

the Bylaws. It shall direct through the President the general management of the affairs of the Bar, and may make such regulations as it deems advisable, not inconsistent with these Bylaws. It shall keep a record of its proceedings, and shall make a written report of its activities at each annual and general meeting through the President. At any meeting it may report such business which, in its judgment, requires the action of the Bar. It shall be the duty of the Board through the officers of the Bar to take such steps as may be necessary to carry out resolutions adopted by the Bar at any meeting. The Board of Governors shall, prior to April 1st in each year, adopt a budget providing for the expenditures by the Bar for the ensuing fiscal year for the presentation to the Bar; no expenditures not provided for in that budget and no appropriations not so provided for shall be made during such year without the approval of the Board of Governors. Four members shall form a quorum.

IV. ELECTIONS

1. Elections for Officers and members of the Board of Governors shall be held at the Annual Meeting provided that the election of the ABA Delegate shall be every two years.

2. The President, with the concurrence of the Board of Governors, not later than November 15, of each year, shall appoint a Nominating Committee to consist of three members, with the

President to designate the Chairman of that Committee.

3. Nomination shall be made by the Nominating Committee for the offices of President-elect, Secretary, Treasurer, ABA Delegate and the members of the Board of Governors. Additional nominations may be made from the Floor. Election shall be by secret ballot, and shall be carried by a simple majority of the members present. The offices to be filled shall be those of President-elect, Secretary, Treasurer, ABA Delegate and the members of the Board of Governors. No members shall be eligible for nomination to any office unless he is current in his dues.

V. PRESIDENT

The President shall exercise the powers and perform the duties assigned to him in these Bylaws and by the Board of Governors and be the chief executive officer of the Virgin Islands Bar, and as such, subject to these By-laws, shall generally supervise the management of its affairs and at the Annual Meeting, make a statement relative to its condition, activities and progress. The President, or in his absence, the President-elect or otherwise as herein provided, shall preside at all meetings of the Board of Governors and shall be an ex officio member of all committees.

VI. PRESIDENT-ELECT

The President-elect shall succeed each year to the office of

President without further action by the membership, shall be privy to all the negotiations of the President and shall perform such further duties as may from time to time be assigned by the President or by the Board of Governors.

VII. SECRETARY

1. The Secretary shall keep a record of the proceedings of all meetings of the Virgin Islands Bar and of its Board of Governors, and of all other matters of which a record shall be ordered by the Bar.

2. The Secretary shall notify the officers and all members of the committees of their election or appointment, shall issue notice of all meetings, and, in the case of special meetings, shall add a brief note of the object of the call.

3. The Secretary shall keep at all times a complete roll of the members, and shall furnish to the Treasurer the names and addresses of all members.

4. The Secretary shall certify to the American Bar Association House of Delegates the name and address of the Virgin Islands Bar ABA Delegate.

5. The Secretary shall be the keeper of the seal of the Virgin

Islands Bar.

6. The Secretary shall perform such other duties as may from time to time be assigned to him by the President or by the Board of Governors.

7. The Secretary shall also make the minutes of the Annual Meeting available to all members.

VIII. TREASURER

1. The Treasurer shall keep at all times a complete roll of the members. Under the direction of the President he shall collect and disburse all funds of the Virgin Islands Bar and keep regular accounts in books belonging to the Bar which shall be open to the inspection of any member of the Board of Governors.

2. At each annual or general meeting of the Bar, and of the Board of Governors, he shall report, in writing, the balance of money on hand, and any existing appropriation which may affect the same.

3. At the Annual Meeting, he shall make a full and complete report of the financial transactions of the Bar for the past year, of all its outstanding obligations and the amounts due the Bar. Such report shall contain a balance sheet on an accrual

basis containing all items both of principal and income.

4. The Treasurer shall also compile, for reading or distribution at the Annual Meeting, a list showing the members who have and have not paid annual dues.

5. The Treasurer shall cause to be prepared a certificate of current annual membership to be delivered to each member upon payment of his dues.

6. The Treasurer accounts shall be audited by an auditing committee of three members of the Bar to be appointed by the President at the Annual Meeting each year, which shall report thereon to the President within thirty (30) days in writing.

7. The Treasurer shall send to each member a bill for the following year's dues with a statement of his arrearage, if any, not later than November 30th of each year.

IX. AMERICAN BAR ASSOCIATION DELEGATE

1. The ABA Delegate shall attend the meetings of the American Bar Association House of Delegates on behalf of the Virgin Islands Bar.

2. The ABA Delegate shall coordinate programs and activities of

the American Bar Association with those of the Virgin Islands Bar.

3. The ABA Delegate shall annually report, in writing, to the members of the Virgin Islands Bar as to action taken by the American Bar Association House of Delegates.

4. The ABA Delegate shall perform such other duties and responsibilities as may from time to time be assigned to him by the President or by the Board of Governors.

X. COMMITTEES

1. The President shall appoint the standing committees as hereinafter provided, and such special committees as he may deem necessary. The members of the standing and special committees shall serve for the term of the President appointing such members and continue until replaced by their successors except that the Board of Governors in its discretion may provide that members of the committees shall serve for staggered terms. The President, in his discretion, may enlarge the membership of any committee.

2. Committees shall meet at such times and places as may be designated by the Chairman thereof. The President shall nevertheless have the power to convene a meeting of any standing or special committee on not less than three (3) days notice.

3. Upon the termination of its duties or term of office, each committee through its Chairman shall deliver to the Secretary of the Bar for transmittal to the Chairman of the successor committee, all files, information and data accumulated by said committee during its term of office, together with a copy of its report to the Bar.

4. A majority of members of any committee shall constitute a quorum for the transaction of business.

5. At each annual meeting each committee shall submit a written report of its proceedings since the preceding annual meeting. Additional reports may be submitted from time to time if deemed necessary by the committee or when requested by the President or President-elect in the absence of the President.

6. Each committee, in its annual report or as occasion may require, shall make appropriate recommendations to the Board of Governors or to the Bar.

7. The President shall designate one of the members of each committee to be Chairman thereof, and each committee shall select its own Secretary-Treasurer.

8. The standing committees shall be as follows, and shall perform

the following functions:

(A) Legislation and Law Reform:

This committee shall consist of three members.

(1) It shall be the duty of this committee to advocate, by proper and ethical means, the adoption or repeal of such legislation as may be recommended by the Board of Governors and the Bar.

(2) It shall be the object of this committee to improve the administration of justice, and in attaining this object it shall be the duty of the committee to keep under continuing study the laws being enacted, the organization and administration of courts, methods of judicial selection, tenure and retirement and compensation of the judiciary, the system of practice and procedure in use, with due emphasis upon the correction of deficiencies; and to study and evaluate the trends and reforms in practice and procedure in other jurisdictions, in substantive law or procedure. This objective shall include all Federal and Territorial legislation, as well as administrative rules or regulations of Federal or Territorial departments, agencies or offices.

(B) Legal Education and Admission to the Bar:

This committee shall consist of five members.

(1) It shall be the duty of this committee to keep under continuing study the status of legal education and admission to the Virgin Islands Bar, to assist and cooperate with

the Committee on Bar Examinations appointed by the Chief Judge of the District Court, to aid through appropriate channels in the raising of standards for general and legal study, and to evaluate the trends and reforms in other jurisdictions and to propose such changes as in their opinion will improve the standing of the Virgin Islands Bar.

(2) It shall consider and report to the Board of Governors or the Bar on all matters relating to legal education and admission to the Bar. It shall examine proposals for changes in the rules of admission; changes in the bar examinations; enactment or amendment of legislation affecting legal education or admission to the Bar with authority to promote or oppose the same on behalf of the Bar, when in the judgment of the Board of Governors such action is advisable.

(C) Unauthorized Practice of Law:

This committee shall consist of three members.

(1) It shall be the duty of this committee to keep under continuing study the subjects of any unauthorized practice of law; to study the prohibitions that exist in the Virgin Islands, as compared with the other territories and states; to prevent such unauthorized practice, and to make investigations of unauthorized practice. With the approval of the Board of Governors, this committee may take steps to prevent or to stop the unauthorized practice of law, including the initiation of legal proceedings.

(2) The committee shall make a report to the Board of Governors within forty-five (45) days after a complaint has been received.

(D) Professional Ethics and Grievance Committee:

The Code of Professional Responsibility and Code of Judicial Conduct as adopted by the American Bar Association shall be the code of ethics for the Virgin Islands Bar.

This committee or subcommittees shall further:

(1) Formulate and recommend standards and methods for the effective enforcement of high standards of ethics and conduct in the practice of law as a profession; develop and recommend improved disciplinary tribunals or committees established by courts or other public authority; consider the Canons of Ethics of the legal profession and of the judicial officers and the observance thereof; and make recommendations for amendments to or clarifications of the Canons of Ethics when they may appear to be advisable.

(2) Upon request, advise or assist the Bar with respect to the professional conduct of lawyers and the ethics of the profession, make such investigations of professional conduct and abuses in connection with the practice of law as may be directed by the Board of Governors; furnish information and make recommendations on the foregoing subjects to the Board of Governors.

This committee shall consist of no less than five members.

At the discretion of the President, co-chairpersons of this committee may be appointed to chair separate subcommittees on the Island of St. Croix and one for the Islands of St. Thomas and St. John. In the event such co-chairpersons and subcommittee are designated, each subcommittee shall consist of no less than three members.

In the event that the President designates co-chairpersons and subcommittees for the Island of St. Croix and the Islands of St. Thomas and St. John, said subcommittees shall have the jurisdiction over complaints arising out of legal services on their respective islands; provided that, notwithstanding the foregoing, the President may refer a complaint to either subcommittee and either subcommittee may refer a complaint to the other subcommittee. Each subcommittee may develop its own internal operating procedures which may include the designation of panels of three or more subcommittee members for the handling of specific complaints as assigned by the co-chairpersons, provided that any decisions of such panels shall be reached by a majority vote of the panel members and shall be effective upon the signing of such decision(s) by the co-chairpersons. The co-chairperson may not refuse to endorse a decision reached by a duly designated panel.

(3) The Professional Ethics and Grievance Committee or subcommittee of the Virgin Islands Bar shall have the power to investigate all charges of professional misconduct that may be

brought to their attention in writing, or initiate such investigation on their own motion. When sufficient funds are available for the purpose, the Board of Governors shall have authority to appropriate necessary funds for such investigation. This committee or subcommittee or panel thereof shall have power to summon and examine witnesses, to order the production of books, records or other documentary evidence, and to administer oaths. Any refusal to comply with any proper order or direction of said committee or subcommittee or panel thereof shall be reported to the Chief Judge of the District Court for summary action thereon. Where the Professional Ethics and Grievance Committee or subcommittee or panel thereof finds the facts do not warrant disciplinary action, the matter shall be closed and the accused attorney notified.

Where the committee or subcommittee finds the facts to warrant disciplinary action, it shall file a complaint in the District Court. The complaint shall set forth the specific facts constituting the alleged misconduct, and a copy thereof shall be served upon the accused attorney. The Board of Governors shall appoint an active member or members of the Bar to present the evidence of the charges to the Court. The style of all complaints shall be THE VIRGIN ISLANDS BAR, Complainant v. (the accused attorney), Respondent.

(4) Within forty-five (45) days after a complaint has been received, the committee or subcommittee or panel thereof shall

file a report with the Chief Judge and with the Board of Governors and shall file status reports every forty-five days thereafter until the matter has been closed.

(E) Public Relations and Entertainment:

This committee shall have three members.

The objectives of this committee shall be:

(1) To impress upon the individual lawyer the importance of employing good public relations in his everyday practice;

(2) To correct the impression of the public that the misdeeds of a few lawyers are the exception rather than the rule. To correct this impression the committee should publicize commendable deeds of lawyers and worthy projects of the Virgin Islands Bar.

(3) To strengthen the procedures of self-discipline among lawyers.

(4) To inform the public on those aspects of the law which directly affect the individual and, more specifically, to show the individual how it affects him. The public should be educated as to the legal problems involved in everyday living and as to the advisability of consulting a lawyer before doing an act, rather than afterwards.

(5) The means for carrying the lawyers' story to the laymen as above, amongst others, are the following:

Press news stories, press releases, editorials, correction of

misleading articles, magazine articles, speakers' bureaus and panels, radio and television, motion pictures, pamphlets, folders and mailings, institutional advertising, contests and awards, meetings.

(6) There is a place for fun and song in the life of the Bar and activities in this field should be espoused to round out the activities of the Bar. This can be appropriately done in the entertainment of important outside guests or as a means of bringing our members and their spouses together for social evenings.

(F) Judiciary Committee:

This committee shall consist of five members.

(1) The committee shall accept reports or complaints from the Bar or the public on the judges, conduct an investigation and make a report within forty-five (45) days to the Board of Governors with recommendations as to whether or not such report or complaint has any merit.

(2) Upon receipt of such a report, if the recommendation indicates the complaint or report has merit, the Board of Governors shall report to the membership at its next meeting, and shall execute the instructions of the Bar which may include, but shall not be limited to, a resolution to the judge affected or recommendation to the appointing power for removal.

(3) It shall be the duty of the committee to conduct an intensive investigation of all judicial candidates and to submit

such report (in form approved by the Board of Governors) to the appointive power with its recommendations. This report shall also be submitted to the Board of Governors.

(4) It shall also be the duty of the committee to conduct an ongoing evaluation annually of all judges in the Virgin Islands. The form of the evaluation is to be approved by the Board of Governors, and the results of such an evaluation shall be submitted by report to the Board of Governors, the Presiding Judge of the Territorial Court and the Chief Judge of the District Court.

(G) Bar Journal:

This committee shall consist of three members.

(1) The committee shall supervise the publication of the Virgin Islands Bar Journal which will be published whenever there are sufficient contributions by the membership.

(2) The committee shall also supervise the publication of the Virgin Islands Bar Law Letter, which may be published on a quarterly basis during an ensuing year. Furthermore, there shall be appropriated annually, from the general revenues of the Virgin Islands Bar Association, sufficient monies to cover the costs of publishing the Virgin Islands Bar Association Law Letter, plus incidental expenses, four (4) times during any ensuing year.

(H) Scholarship Committee:

This committee shall consist of five (5) members.

(1) It shall be the duty of this committee to undertake

fund-raising activities for the purpose of maintaining and enhancing the solvency of a scholarship fund. It shall also be the function of this committee to establish the guidelines by which scholarships shall be granted and to plan, solicit, screen and otherwise grant scholarships to law students at law schools approved by the American Bar Association, who are permanent residents of the United States Virgin Islands and who plan to engage in the practice of law therein.

(2) The Scholarship Committee shall grant scholarships, subject to the availability of funds therefor, on behalf of the Virgin Islands Bar Association, in the names of George H. T. Dudley, Sr., in conformity with the Articles of Incorporation of the George H. T. Dudley, Sr. Scholarship Fund, as well as in the name of Almeric L. Christian and in the names of such other persons which the Virgin Islands Bar Association may designate in the future.

(I) Young Lawyers Committee:

(1) This committee shall consist of all members of the Virgin Islands Bar in good standing who are under thirty-six (36) years of age and those who have been admitted to their first Bar less than three years.

(2) The objectives of this committee shall be to stimulate the interest of young lawyers in the Virgin Islands Bar, to conduct programs of interest and value to young lawyers and those recently admitted to practice, to be of assistance to

the Virgin Islands Bar and its other committees, to coordinate its activities with the Young Lawyers Division of the American Bar Association and similar national, state, and local organizations and to promote the involvement of young lawyers in public service activities.

(3) Notwithstanding the provisions of this Article, a quorum of the Young Lawyers Committee shall consist of seven members.

XI. MEETINGS

1. There shall be four general meetings each year, the fourth of which shall be the Annual Meeting of the Virgin Islands Bar and which shall be held in December during the ensuing year or on such other day in January or February as may be fixed by the Board of Governors alternately in St. Thomas and St. Croix at the hour and place fixed by the President. Business of any kind may be transacted at any general meeting and a meeting may be adjourned to a later day certain by vote of a majority of the active members present. The President shall make a written report at the Annual Meeting of the activities of the Virgin Islands Bar during the preceding year and make his recommendations for improvement of the Bar.

2. General meetings shall be held alternately in St. Thomas and St. Croix once each quarter.

3. At each annual meeting of the Virgin Islands Bar, the order of business shall be as follows:

- (a) Action on minutes of preceding meetings;
- (b) Report of the President;
- (c) Report of the Treasurer;
- (d) Report of the ABA Delegate;
- (e) Reports of all Standing Committees;
- (f) Reports of Special Committees;
- (g) Elections;
- (h) Special Orders;
- (i) New Business.

4. This order may be changed by vote of a majority of the members present.

5. The Robert's Rules of Order shall govern all meetings, except in cases otherwise provided for by the Bylaws, or by rules of order or resolutions adopted by the Bar.

6. The special committees, and such standing committees as are noticed by the President, shall make their reports at the general meeting.

7. Special meetings of the Virgin Islands Bar may be called by the President or shall be called by him upon the written request

of two other members of the Board of Governors or six active members of the Virgin Islands Bar. The notice of a special meeting shall state the nature of the business to be transacted.

8. Fifteen (15) active members shall constitute a quorum to transact business at any meeting of the Virgin Islands Bar.

9. No member may vote by proxy at a meeting of the Virgin Islands Bar Association.

XII. ADOPTION AND AMENDMENT OF BYLAWS

These Bylaws may be adopted, amended or rescinded at any annual or special meeting of the Virgin Islands Bar by a majority vote of the members present; provided that notice and copies of the proposed action shall have been given by the Secretary to the members, either by mail or publication in the Virgin Islands Bar Journal, at least fifteen (15) days before the meeting at which such action is proposed to be taken. Those absent can vote in writing by mail provided such vote is received prior to the date of the meeting.